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DEC 07 2007

Appl. No.10/627,533  
Atty. Docket No. 9332  
Amdt. dated 12/07/2007  
Reply to Office Action of 09/07/2007  
Customer No. 27752

## AMENDMENTS TO THE CLAIMS

This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (Currently Amended) A skin care composition comprising:
  - a) from about 0.0001% to about 25%, by weight of an N-acyl amino acid compound wherein said N-acyl amino acid is N-acyl phenylalanine selected from the group consisting of N-acyl amino acid, its isomers, its salts, and derivatives thereof;
  - b) a safe and effective amount of a skin care active, from about 2% to about 5% of vitamin B<sub>3</sub> selected from the group consisting of sugar amine, vitamin B<sub>3</sub>, retinoids, peptides, phytosterol, dialkanoyl hydroxyproline, hexamidine, salicylic acid and their derivatives, and combinations thereof; and
  - c) a dermatologically acceptable carrier for the N-acyl amino acid and the vitamin B<sub>3</sub> skin care active.
2. (Cancelled)
3. (Cancelled)
4. (Original) The skin care composition of Claim 3 where said N-acyl phenylalanine is N-undecylenoyl-L-phenylalanine.
5. (Cancelled)
6. (Original) The skin care composition of Claim 5 wherein said vitamin B<sub>3</sub> skin care active is niacinamide.
7. (Currently Amended) The skin care composition of Claim 1 wherein said N-acyl amino acid compound is N-undecylenoyl-L-phenylalanine present in an amount of from about 0.02-2.5%, by weight of the composition, ~~and said skin care active is~~

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~~niacinamide present in an amount of from about 2% to about 5%, by weight of the composition.~~

8. (Original) The skin care composition of Claim 1 further comprising from about 0.001% to about 10%, by weight, of an additional component selected from the group consisting of desquamatory actives, anti-acne actives, wrinkle repair actives, anti-oxidants, radical scavengers, chelators, flavonoids, anti-inflammatory agents, anti-cellulite agents, tanning actives, skin lightening agents, antimicrobial actives, antifungal actives, sunscreen actives, conditioning agents, thickening agents, water soluble vitamins, particulate material, topical anesthetics, and combinations thereof.
9. (Original) The skin care composition of Claim 1 wherein said composition is an emulsion.
10. (Original) The skin care composition of Claim 9 wherein the emulsion is selected from the group consisting of water-in-oil emulsions, oil-in-water emulsions, and combinations thereof.

Claims 11-24 (Cancelled)